

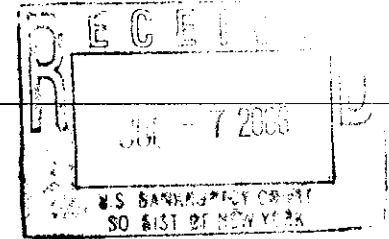
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July 7, 2006

HAND DELIVERY

Mr. Anatin Rouzo  
Clerk of the United States Bankruptcy Court  
for the Southern District of New York  
One Bowling Green  
New York, NY 10004-1408

Re: In re Delphi Corporation, et al. (the "Debtors"), Jointly Administered  
under Case No. 05-44481-RDD

Dear Mr. Rouzo:

In accordance with our conversation of Friday, June 23, 2006, Appaloosa Management L.P., with and through certain of its affiliates, Wexford Capital LLC, with and through certain of its affiliates, and Lampe Conway & Co., LLC, with and through certain of its affiliates (collectively, the "Shareholders"), by and through undersigned counsel, hereby request the Court withdraw the Notice of Appeal filed with the United States District Court for the Southern District of New York by the Shareholders on May 31, 2006 (Docket No. 3974) (the "Notice of Appeal").

Pursuant to our discussion, we understand that the Shareholders may withdraw the Notice of Appeal without filing a stipulation by sending a letter addressed to you with a copy to the Court. Accordingly, by this letter, the Shareholders hereby request withdrawal of the Notice of Appeal.

Respectfully submitted,

  
Douglas P. Baumstein

DB:md

cc : Honorable Judge Robert D. Drain (*hand delivery*)

John William Butler, Jr. (*via facsimile*)

Peter J. Antoszyk (*via facsimile*)

Robert J. Rosenberg (*via facsimile*)

Babette A. Cecotti (*via facsimile*)

Martin J. Bienenstock (*via facsimile*)

Lowell Peterson (*via facsimile*)

Edward M. Fox (*via facsimile*)

Bonnie Steingart (*via facsimile*)

Robert Stark (*via facsimile*)

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